

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11
DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)
Debtors. : (Jointly Administered)
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ORDER UNDER 11 U.S.C. § 107(b) AND FED. R. BANKR. P. 9018
AUTHORIZING DEBTORS TO FILE NETWORK SUPPORT
SERVICES AGREEMENT UNDER SEAL

("NETWORK SUPPORT SERVICES UNDER SEAL ORDER")

Upon the ex parte application, dated May 8, 2007 (the "Application"), of Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), for an order Under 11 U.S.C. § 107(b) And Fed. R. Bankr. P. 9018 Authorizing Debtors To File Under Seal Network Support Services Agreement (as defined below); and it appearing that pursuant to Fed. R. Bankr. P. 9018, no notice of the relief requested in the Application need be provided; and this Court having determined that the relief requested in the Application is in the best interests of the Debtors, their estates, their creditors, and other parties-in-interest; and after due deliberation thereon; and good and sufficient cause appearing therefor,

IT IS HEREBY ORDERED, ADJUDGED AND DECREED THAT:

1. The Application is GRANTED.
2. Pursuant to 11 U.S.C. § 107(b) and Fed. R. Bankr. P. 9018, the Debtors are authorized to file the first amendment to the March 9, 2007 Master Services Agreement by

and between Computer Sciences Corporation ("CSC") and Delphi (the "Network Support Services Agreement") under seal as an exhibit to a motion for approval of such agreement that the Debtors intend to file, subject to paragraph 9 of the Motion, which provides for services of a complete copy of the Network Support Services Agreement on the U.S. Trustee and counsel for the Creditors' Committee.

3. The Network Support Services Agreement (and any information derived from the Network Support Services Agreement) shall remain confidential, be filed under seal, and shall be served on and made available only to (i) the United States Trustee for the Southern District of New York, (ii) counsel to the Official Committee of Unsecured Creditors, and (iii) such other parties as ordered by this Court or as agreed to in writing by the Debtors and CSC upon entry into an appropriate confidentiality agreement.

4. Except as otherwise agreed to by the Debtors and CSC, any pleadings filed by a third party in these cases that reference or disclose any of the information contained in the Network Support Services Agreement shall be filed under seal and served only on those parties authorized to receive the Network Support Services Agreement, as provided for in paragraph 3 of this order.

5. The requirement pursuant to Rule 9013-1(b) of the Local Bankruptcy Rules for the Southern District of New York that the Debtors file a memorandum of law in support of the Application is hereby waived.

6. This Court retains jurisdiction to enforce this Order and the confidentiality of the Network Support Services Agreement and the sensitive information contained therein, including the authority to impose sanctions on any person or entity which violates this Order.

Dated: New York, New York
May 8, 2007

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE